

CRAVATH, SWAINE & MOORE

ONE CHASE MANHATTAN PLAZA

NEW YORK, N. Y. 10005

212 HANOVER 2-3000

TELEX

RCA 233663

WUD 125547

WUI 620976

RECORDATION NO. 10695-1425

FEB 12 1980 - 1 02 PM

INTERSTATE COMMERCE COMMISSION

0-043A033

FEB 12 1980

Date 10.06

Fee \$

ICC Washington, D. C.

February 11, 1980

Trailer Train Company

Conditional Sale Agreement Dated as of October 1, 1979
10-3/8% Conditional Sale Indebtedness Due March 15, 1995

Dear Ms. Mergenovich:

Pursuant to 49 U.S.C. § 11303, I enclose here-with on behalf of Trailer Train Company, for filing and recordation two (2) originals of the Partial Release of Pullman Incorporated (Pullman Standard Division) dated January 21, 1980 which constitutes a partial release from a Manufacturing Agreement dated July 31, 1979, and recorded with the Interstate Commerce Commission on August 1, 1979, as recordation No. 10695.

The address of the party to the aforementioned Partial Release is:

Manufacturer:

Pullman Incorporated (Pullman Standard Division)
200 South Michigan Avenue
Chicago, Illinois 60604

The equipment covered by the aforementioned document consists of the following: 15 Pullman 89'4" 70-ton capacity hydraulic draft gear, flush deck, all purpose flat cars numbered 991463-991477 inclusive.

COUNSEL

CARLYLE E. MAW
ALBERT R. CONNELLY
FRANK H. DETWEILER
GEORGE G. TYLER

ROSWELL L. GILPATRICK
L. R. BRESLIN, JR.
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4, PLACE DE LA CONCORDE
75008 PARIS, FRANCE
TELEPHONE: 265-81-54
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33 THROGMORTON STREET
LONDON, EC2N 2BR, ENGLAND
TELEPHONE 01-606-1421
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CABLE ADDRESSES
CRAVATH, N. Y.
CRAVATH, PARIS
CRAVATH, LONDON E. C. 2

MAURICE T. MOORE
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WILLIAM B. MARSHALL
RALPH L. MCAFEE
ROYALL VICTOR
HENRY W. DEKOSMIAN
ALLEN F. MAULSBY
STEWART R. BROSS, JR.
HENRY P. RIORDAN
JOHN R. HUPPER
SAMUEL C. BUTLER
WILLIAM J. SCHRENK, JR.
BENJAMIN F. CRANE
FRANCIS F. RANDOLPH, JR.
JOHN F. HUNT
GEORGE J. GILLESPIE, III
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CHRISTINE BESHAR
ROBERT S. RIFKIND
DAVID BOIES
DAVID O. BROWNWOOD
PAUL M. DODYK
RICHARD M. ALLEN
THOMAS R. BROME
ROBERT D. JOFFE
ROBERT F. MULLEN
ALLEN FINKELSON
RONALD S. ROLFE
JOSEPH R. SAHID
PAUL C. SAUNDERS
MARTIN L. SENZEL
DOUGLAS D. BROADWATER
ALAN C. STEPHENSON
RICHARD L. HOFFMAN
JOSEPH A. MULLINS
MAX R. SHULMAN

*Not sure what
to say/ etc may be.*

Rec No 10695

*W. Mergenovich
John Mergenovich*

There is also enclosed a check for \$10 payable to the Interstate Commerce Commission, representing the filing fee.

Please stamp all counterparts with your official recording stamp and retain one copy for your files. It is requested that the remaining counterpart be delivered to the bearer of this letter.

Very truly yours,

Laurance V. Goodrich

Laurance V. Goodrich

As Agent for Trailer Train Company

Ms. Agatha L. Mergenovich, Secretary,
Interstate Commerce Commission,
Washington, D. C. 20423

Encl.

Interstate Commerce Commission
Washington, D.C. 20423

2/12/80

OFFICE OF THE SECRETARY

**Laurance V. Goodrich
Cravath, Swaine & Moore
One Chase Manhattan Plaza
New York, N.Y. 10005**

Dear **Sir:**

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on **2/12/80** at **1:00pm**, and assigned re-recording number(s). **10695-B**

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

RECORDATION NO. 100 Filed 1425

FEB 12 1980 -1 00 PM

INTERSTATE COMMERCE COMMISSION

In consideration of \$731,724.90 and other valuable consideration, Pullman Incorporated (Pullman Standard Division), (herein the "Builder"), the Builder under a Manufacturing Agreement dated as of July 31, 1979 (herein the "Manufacturing Agreement"), with Trailer Train Company (herein the "Company"), recorded on August 1, 1979 with the Interstate Commerce Commission as recordation number 10695, hereby releases all its right, title and interest under the Manufacturing Agreement in and to 15 89-'4" 70-ton capacity hydraulic draft gear, flush deck, all purpose flat cars numbered 991463-991477 (inclusive), and hereby consents to the filing of this Release with the Interstate Commerce Commission.

Dated: January 21, 1980

PULLMAN INCORPORATED
(Pullman Standard Division)

ATTEST:

J. F. Roszel
Assistant Secretary

By: RC Singer 977
Vice President-Freight Unit

STATE OF ILLINOIS)
) SS.
COUNTY OF COOK)

On January 21, 1980, before me personally appeared R. C. Snyder to me personally known, who being by me duly sworn, says that he is a Vice President of the Freight Unit of Pullman Incorporated (Pullman Standard Division), that the seal affixed to the foregoing instrument is the corporate seal of that corporation, that said instrument was signed and sealed on behalf of that corporation by authority of its Board of Directors, and he acknowledged that the execution of that instrument was the free act and deed of that corporation.

Margaret M. Keenan
Notary Public

My commission expires: March 11, 1981